Document émis électroniquement

Registre de Commerce et des Sociétés
B149714 - L150196388
déposé le 30/10/2015

MENTION

Nom de la Société:	**CSC Computer Sciences International S.à r.l.**
Siège Social:	**7, avenue Gaston Diderich** **L-1420 Luxembourg**
N° du Registre de Commerce:	**B 149.714**

Les comptes annuels au : 31 mars 2015
ont été déposés au registre de commerce et des sociétés.

Pour mention aux fins de publication au Mémorial, Recueil Spécial des Sociétés et Associations.

Pour **CSC Computer Sciences International S.à r.l.**
United International Management S.A.

Registre de Commerce et des Sociétés
B149714 - L150196388
enregistré et déposé le 30/10/2015

RCSL Nr. : B149714	Matricule : 2009 2434 029

ABRIDGED BALANCE SHEET

Financial year from 01 01/04/2014 **to** 02 31/03/2015 *(in* 03 USD *)*

CSC Computer Sciences International S.àr.l.

7, Avenue Gaston Diderich
L-1420 Luxembourg

ASSETS

		Reference(s)		Current year		Previous year
A. Subscribed capital unpaid	1101		101		102	
I. Subscribed capital not called	1103		103		104	
II. Subscribed capital called but unpaid	1105		105		106	
B. Formation expenses	1107		107		108	
C. Fixed assets	1109		109	3.700.008.415,00	110	4.257.275.947,00
I. Intangible fixed assets	1111		111		112	
II. Tangible fixed assets	1125	2.3, 3	125	21.342.316,00	126	21.860.069,00
III. Financial fixed assets	1135	2.4, 4	135	3.678.666.099,00	136	4.235.415.878,00
D. Current assets	1151		151	5.276.394,00	152	3.341.074,00
I. Inventories	1153		153		154	
II. Debtors	1163		163	744.928,00	164	148.559,00
a) becoming due and payable within one year	1203	5	203	744.928,00	204	148.559,00
b) becoming due and payable after more than one year	1205		205		206	
III. Transferable securities and other financial instruments	1189		189		190	
IV. Cash at bank, cash in postal cheque accounts, cheques and cash in hand	1197	6	197	4.531.466,00	198	3.192.515,00
E. Prepayments	1199		199		200	
TOTAL (ASSETS)			201	3.705.284.809,00	202	4.260.617.021,00

The notes in the annex form an integral part of the annual accounts

RCSL Nr. : B149714	Matricule : 2009 2434 029

LIABILITIES

		Reference(s)		Current year		Previous year
A. Capital and reserves	1301		301	3.428.503.218,00	302	3.986.824.020,00
I. Subscribed capital	1303	7	303	4.702.487.827,00	304	4.702.487.827,00
II. Share premium and similar premiums	1305	7, 8	305	557.277.001,00	306	557.277.001,00
III. Revaluation reserves	1307		307		308	
IV. Reserves	1309		309		310	
V. Profit or loss brought forward	1319	8	319	-1.272.940.808,00	320	-758.032.468,00
VI. Profit or loss for the financial year	1321	8	321	-558.320.802,00	322	-514.908.340,00
VII. Interim dividends	1323		323		324	
VIII. Capital investment subsidies	1325		325		326	
IX. Temporarily not taxable capital gains	1327		327		328	
B. Subordinated debts	1329		329		330	
a) becoming due and payable within one year	1425		425		426	
b) becoming due and payable after more than one year	1427		427		428	
C. Provisions	1331	9	331	9.423,00	332	6.270,00
D. Non subordinated debts	1339		339	276.772.168,00	340	273.786.731,00
a) becoming due and payable within one year	1407	10	407	276.772.168,00	408	250.175.731,00
b) becoming due and payable after more than one year	1409		409	0,00	410	23.611.000,00
E. Deferred income	1403		403		404	
TOTAL (LIABILITIES)			405	3.705.284.809,00	406	4.260.617.021,00

Document émis électroniquement

Registre de Commerce et des Sociétés
B149714 - L150196388
déposé le 30/10/2015

RCSL Nr. : B149714	Matricule : 2009 2434 029

ABRIDGED PROFIT AND LOSS ACCOUNT

Financial year from 01 01/04/2014 **to** 02 31/03/2015 *(in* 03 USD *)*

CSC Computer Sciences International S.àr.l.

7, Avenue Gaston Diderich
L-1420 Luxembourg

A. CHARGES

		Reference(s)		Current year		Previous year
1. to 2. Gross loss (less B.1 to B.3 and B.5)	1643		643		644	
3. Staff costs	1605		605		606	
a) Salaries and wages	1607		607		608	
b) Social security on salaries and wages	1609		609		610	
c) Supplementary pension costs	1611		611		612	
d) Other social costs	1613		613		614	
4. Value adjustments	1615		615	525.053,00	616	388.954,00
a) on formation expenses and on tangible and intangible fixed assets	1617		617	525.053,00	618	388.954,00
b) on current assets	1619		619		620	
5. Other operating charges	1621		621	0,00	622	462,00
6. Value adjustments and fair value adjustments on financial fixed assets	1623		623	553.538.706,00	624	514.048.060,00
7. Value adjustments and fair value adjustments on financial current assets. Loss on disposal of transferable securities	1625		625		626	
8. Interest and other financial charges	1627		627	5.358.878,00	628	1.992.763,00
a) concerning affiliated undertakings	1629		629		630	
b) other interest and similar financial charges	1631		631	5.358.878,00	632	1.992.763,00
9. Share of losses of undertakings accounted for under the equity method	1649		649		650	

The notes in the annex form an integral part of the annual accounts

RCSL Nr. : B149714	Matricule : 2009 2434 029

		Reference(s)		Current year		Previous year
10. Extraordinary charges	1633		633		634	
11. Income tax	1635	11	635	223.148,00	636	600.000,00
12. Other taxes not included in the previous caption	1637	11	637	1.630,00	638	
13. Profit for the financial year	1639		639	0,00	640	0,00
TOTAL CHARGES			641	559.647.415,00	642	517.030.239,00

RCSL Nr. : B149714	Matricule : 2009 2434 029

B. INCOME

		Reference(s)		Current year		Previous year
1. to 3. and 5. Gross profit (less A.1 and A.2)	1739	12	739	1.311.184,00	740	2.098.383,00
4. Reversal of value adjustments	1707		707		708	
a) on formation expenses and on tangible and intangible fixed assets	1709		709		710	
b) on current assets	1711		711		712	
6. Income from financial fixed assets	1715		715		716	
a) derived from affiliated undertakings	1717		717		718	
b) other income from participating interests	1719		719		720	
7. Income from financial current assets	1721		721		722	
a) derived from affiliated undertakings	1723		723		724	
b) other income from financial current assets	1725		725		726	
8. Other interest and other financial income	1727		727	15.429,00	728	21.612,00
a) derived from affiliated undertakings	1729		729		730	
b) other interest and similar financial income	1731		731	15.429,00	732	21.612,00
9. Share of profits of undertakings accounted for under the equity method	1745		745		746	
10. Extraordinary income	1733		733		734	1.904,00
13. Loss for the financial year	1735		735	558.320.802,00	736	514.908.340,00
TOTAL INCOME			737	559.647.415,00	738	517.030.239,00

Registre de Commerce et des Sociétés
B149714 - L150196388
déposé le 30/10/2015

CSC Computer Sciences International S.à r.l.

7, avenue Gaston Diderich
L-1420 Luxembourg

R.C.S. Luxembourg : B 149.714

Corporate capital: USD 4 702 487 827

Financial Statements for the year ended
on March 31, 2015

NOTES TO THE FINANCIAL STATEMENTS AS AT MARCH 31, 2015

(expressed in USD)

NOTE 1 - GENERAL INFORMATION

CSC Computer Sciences International S.à r.l. was incorporated in Luxembourg on November 18, 2009 as a private limited company ("société à responsabilité limitée").

- ✓ The object of the Company is to carry out all transactions pertaining directly or indirectly to the acquisition of participations in Luxembourg and foreign companies, in any form whatsoever, and the administration, management, control and development of those participations.

- ✓ The Company may use its funds to establish, manage, develop and dispose of its assets as they may be composed from time to time, to acquire, invest in and dispose of any kinds of property, tangible and intangible, movable and immovable, and namely but not limited to, its portfolio of securities of whatever origin, to participate in the creation, acquisition, development and control of any enterprise, to acquire, by way of investment, subscription, underwriting or option, securities, and any intellectual property rights, to realise them by way of sale, transfer, exchange or otherwise and to develop them. The Company may receive or grant licenses on intellectual property rights.

- ✓ The Company may borrow in any form, except by way of public offer. It may issue by way of private placement only, notes, bonds and debentures and any kind of debt securities in registered form and subject to transfer restrictions. The Company may lend funds including the proceeds of any borrowings and/or issues of debt securities to its subsidiaries or affiliated companies.

- ✓ The Company may give guarantees and grant security in favour of third parties, subsidiaries, or affiliated companies of the Company to secure its obligations and the obligations of companies in which the Company has a direct or indirect participation or interest and to companies which form part of the same group of companies as the Company and it may grant any assistance to such companies, including, but not limited to, assistance in the management and the development of such companies and their portfolio, financial assistance, loans, advances or guarantees. It may pledge, transfer, encumber or otherwise create security over some or all of its assets.

- ✓ The Company may carry out any commercial, industrial, financial, personal, and real estate operations, which are directly or indirectly connected with its corporate purpose or which may favour its development.

NOTE 1 - GENERAL INFORMATION (CONTINUED)

The Group's principal business is to invest primarily in assets relating to technology enabled business solutions and services.

The Company was formed for an unlimited period of time.

The Company's financial year starts on the 1st of April and ends on the 31st of March of each year.

The Company's registered office is located at 7, avenue Gaston Diderich, L-1420 Luxembourg.
The Company is registered with the Luxembourg Trade and Companies Register under the number B 149 714.

NOTE 2 - ACCOUNTING POLICIES

2.1. General principles

The annual accounts have been prepared in conformity with generally accepted accounting principles and in agreement with the laws and regulations in force in the Grand-Duchy of Luxembourg. The presentation of the annual accounts has been done based on the layout defined in the law of December 19, 2002 and its subsequent amendments. Certain reclassifications have been made to conform prior year data to the current year presentation.

2.2. Translation of foreign currencies

The Company maintains its accounting in USD and the annual financial statements are expressed in this currency. Amounts in foreign currencies (other than USD) are translated on the following basis:

1. Cash at bank is translated at the exchange rate prevailing at the balance sheet date.

2. All other assets denominated in a foreign currency are valued individually at the exchange rates prevailing at the balance sheet date. Unrealized exchange losses are accounted for in the profit and loss account for the year.

3. Under the balance sheet items, the “creditors” denominated in a foreign currency are valued individually at the exchange rates prevailing at the balance sheet date.
   Unrealized exchange losses are accounted for in the profit and loss account for the year.

4. Revenues and expenses in foreign currencies are translated into USD at the exchange rates applicable on the day they are recorded.

5. The EUR / USD exchange rate prevailing at the balance sheet date is the following:
   1 EUR = 1.1 USD.

2.3. Tangible fixed assets

Tangible fixed assets are valued at their acquisition price with value adjustments being deducted. Value adjustments are calculated on a straight line method based on a 40 years period.

2.4. Valuation of financial assets

Financial Assets are valued at acquisition price.
In case of a durable depreciation in value according to the opinion of the Board of Managers, value adjustments are made in respect of fixed assets, so that they are valued at the lower figure to be attributed to them at the balance-sheet date. These value adjustments are not continued if the reasons for which the value adjustments were made have ceased to apply.

2.5. Receivable – Debtors

Receivable - Debtors are valued at their nominal value. They are subject to value adjustments where their recovery is compromised. These value adjustments are not continued if the reasons for which the value adjustments were made have ceased to apply.

NOTE 2 - ACCOUNTING POLICIES (CONTINUED)

2.6. Cash and cash equivalents

Cash and cash equivalents comprise cash balances, call and short term deposits. Bank overdrafts are reported as debt payable to financial institutions.

2.7. Payable - Creditors

Payable - Creditors are stated at cost.

NOTE 3 - TANGIBLE ASSETS

	Land	*Buildings*	*Total*
Acquisition as at April 1, 2014	***4,288,895***	***19,357,105***	***23,646,000***
Additions	-	7,300	7,300
Disposals	-	-	-
Acquisition as at March 31, 2015	***4,288,895***	***19,364,405***	***23,653,300***
Depreciation as at April 1, 2014	***-***	***(1,785,931)***	***(1,785,931)***
Additions	-	(525,053)	(525,053)
Disposals	-	-	-
Depreciation as at March 31, 2015	***-***	***(2,310,984)***	***(2,310,984)***
Net book value on April 1, 2014	***4,288,895***	***17,571,174***	***21,860,069***
Net book value on March 31, 2015	***4,288,895***	***17,053,421***	***21,342,316***

NOTE 4 - FINANCIAL ASSETS

The movements of the year are as follows:

	Shares in affiliated undertakings
Gross book value on April 1, 2014	***5,506,274,309***
Additions	-
Disposals	(3,211,073)
Transfers	-
Gross book value on March 31, 2015	***5,503,063,236***
Value adjustments on April 1, 2014	***(1,270,858,431)***
Additions	(553,538,706)
Disposals	-
Transfers	-
Value adjustments on March 31, 2015	***(1,824,397,137)***
Net book value on April 1, 2014	***4,235,415,878***
Net book value on March 31, 2015	***3,678,666,099***

NOTE 4 - FINANCIAL ASSETS (CONTINUED)

The affiliated undertakings are as follows:

Company's name	*Ownership %*	*Acquisition cost*	*Value adjustment*	*Net book value as at March 31, 2015*
CSC Computer Sciences Holdings S.à r.l. 7, avenue Gaston Diderich L - 1420 Luxembourg Grand-Duchy of Luxembourg	90.76 %	***5,407,767,586***	***(1,824,397,137)***	***3,583,370,449***
Computer Sciences Canada Inc 555 Legget drive Tower A Suite 900 Kanata, Ontario K2K 2X3 Canada	98.50 %	***92,345,650***	-	***92,345,650***
Covansys Software Technology (Shanghai) Ltd Unit 19504-19506, building 8, Pudong Software Park Guo Shou Jing Road, Zhangjiang Hi-tech Park, Shanghai People 's Republic of China	100.00 %	***2,950,000***	-	***2,950,000***

After careful consideration and analysis, the board of managers is in the opinion to record an additional value adjustment for the Financial Year 2015 in an amount of USD 553,538,706 on its investment in CSC Computer Sciences Holdings S.à r.l. for recognizing its decrease in value which is mainly due to depreciations recognized on some of its underling financial assets.

NOTE 5 - DEBTORS

The debtors are detailed as follows:

	March 31, 2015	*March 31, 2014*
Becoming due and payable after less than one year		
✓ *Amounts owed by affiliated undertakings*	*184,031*	*113,187*
✓ *Other debtors*	*560,897*	*35,372*
	744,928	*148,559*
Total	***744,928***	***148,559***

NOTE 6 - CASH AT BANK AND IN HAND

Cash at bank	***March 31, 2015***	***March 31, 2014***
Current accounts	4,531,466	2,756,393
Savings accounts	-	436,122.00
Total	***4,531,466***	***3,192,515***

NOTE 7 - SUBSCRIBED CAPITAL

On November 18, 2009, the Company has been incorporated with a share capital of USD 19,000, represented by 19,000 shares with a nominal value of USD 1.

On December 8, 2009, the Sole Shareholder of the Company resolved to increase the corporate capital by an amount of USD 4,955,968,827, by the issuance of 4,955,968,827 new shares having a nominal value of USD 1 each, for a subscription price of USD 1 each, and paid them up entirely by means of several contributions in kind.

NOTES TO THE FINANCIAL STATEMENTS AS AT MARCH 31, 2015

(expressed in USD)

- continued -

NOTE 7 - SUBSCRIBED CAPITAL (CONTINUED)

On March 1, 2012, the Extraordinary General Meeting of Shareholders decided to reduce the share capital of the Company by an amount of USD 3,500,000 by way of the repurchase and the subsequent cancellation of all the Repurchased Shares held by the Sole Shareholder.

On March 6, 2014, the Extraordinary General Meeting of Shareholders resolved to reduce the corporate capital by amount of USD 250,000,000 shares by way of the repurchase and the subsequent cancellation of the class A shares.

On March 31, 2015, the corporate capital of the Company is USD 4,702,487,827 represented by 4,702,487,827 shares with a nominal value of USD 1 each.

NOTE 8 – SHARE PREMIUM AND SIMILAR PREMIUMS, RESERVES, PROFIT OR (LOSS) BROUGHT FORWARD AND RESULT FOR THE FINANCIAL YEAR

The movements for the year ended on March 31, 2015 are as follows:

	Share premiums and similar premiums	*Reserves*	*Profit or loss brought forward*	*Result for the financial year*
Balance as at March 31, 2014	***557,277,001***	***-***	***(758,032,468)***	***(514,908,340)***
Appropriation of the result for the year 2014	-	-	(514,908,340)	514,908,340
Loss for the period ended on March 31, 2015	-	-	-	(558,320,802)
Balance as at March 31, 2015	***557,277,001***	***-***	***(1,272,940,808)***	***(558,320,802)***

NOTE 8 – SHARE PREMIUM AND SIMILAR PREMIUMS, RESERVES, PROFIT OR LOSS BROUGHT FORWARD AND RESULT FOR THE FINANCIAL YEAR (CONTINUED)

Legal reserve

Under Luxembourg law, the Company must appropriate to the legal reserve a minimum of 5% of the annual net profit, until such reserve equals 10% of the share capital. Distribution of the legal reserve by way of dividends is restricted.

NOTE 9 - PROVISIONS

Provisions for liabilities and charges consist of provision for accounting and legal services, as well as tax compliance services with respect to the year ended on March 31, 2015.

NOTE 10 – NON SUBORDINATED DEBTS

Amounts due and payables for the accounts shown under “Non Subordinated Debts” are as follows:

	March 31, 2015	***March 31, 2014***
Becoming due and payable after less than one year		
✓ *Amounts owed to affiliated undertakings*	*-*	*174,772*
✓ *Bank overdraft*	*276,772,168*	*250,000,000*
✓ *Other Creditors*	*-*	*959*
	276,772,168	*250,175,731*
Becoming due and payable after more than one year		
✓ *Amounts owed to affiliated undertakings*	*-*	*23,611,000*
Total	***276,772,168***	***273,786,731***

NOTE 11 – TAXATION

The Company, incorporated as a "Société de participation financière – SOPARFI", is subject to three annual taxes. One of these taxes is levied on the net worth, and the other two on the annual profit.

The double tax treaty concluded between United States of America and Luxembourg applies with respect to income generated from the leasing of its US real estate

NOTE 12 – OTHER OPERATING INCOME

	March 31, 2015	***March 31, 2014***
Rental income	1,488,731	2,194,566
Total	***1,488,731***	***2,194,566***

ALLOCATION OF RESULTS

Loss as of March 31, 2015	USD	(558'320’802.00)
Result carried forward	USD	(1'272'940’808.00)
To carry forward	USD	(1'831'261’610.00)

This decision meets the managers’ allocation.

BOARD OF MANAGERS

Mr. Cornélius BECHTEL, Manager B, born on March 11, 1968 in Emmerich (Germany), with professional address at L-1420 Luxembourg, 5, avenue Gaston Diderich

Mr. Yves WAGNER, Manager B, born on November 16, 1958 in Luxembourg (Grand Duchy of Luxembourg), with professional address at L-1273 Luxembourg, 19, rue de Bitbourg.

Mr. Charles DIAO, Manager A, born on May 5, 1957 ,in China, with professional address at 900, N Stuart, 907 Arlington, VA 22203 (USA)

Mrs. Diane ROHLEDER, Manager A, born on January 30, 1965 in New York (USA) with professional address at 3170 Fairview Park Drive, Falls Church, VA 22042 (USA)